



**WELLS FARGO  
LEASING CORPORATION**

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420 Montgomery Street, 6th Floor  
San Francisco, CA 94162  
MAC 0101064

February 12, 1991

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Secretary  
Interstate Commerce Commission  
Twelfth and Constitution Avenue, N.W.  
Washington, D. C. 20423

INTERSTATE COMMERCE COMMISSION

Attention: Mrs. Mildred R. Lee, Room 2303

15011 130 PM '91

Dear Mrs. Lee:

Enclosed for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder are four executed counterparts of the document described below.

The document is a Release of Security Interest in Lease (the "Release"), dated February 4, 1991, a secondary document.

The primary documents to which the Release is connected are:

(a) Lease of Railroad Equipment dated as of October 24, 1975 (the "Lease") between The Connecticut National Bank (successor to Hartford National Bank and Trust Company), as Trustee ("Lessor") under a Trust Agreement dated as of October 24, 1975 with Wells Fargo Leasing Corporation (successor to Wells Fargo Transport Leasing Corporation) (the "Beneficiary"), and Illinois Central Railroad Company (successor to Chicago and Illinois Western Railroad).

(b) Assignment of Lease and Agreement dated as of April 15, 1976 (the "Lease Assignment") between the Lessor and Mercantile-Safe Deposit and Trust Company, as Agent (the "Secured Party").

The Lease was recorded with the Interstate Commerce Commission on October 23, 1975 and assigned ICC Recordation No. 8088.

The Lease Assignment was recorded with the Interstate Commerce Commission on April 26, 1976 and assigned ICC Recordation No. 8088-A.

The Release releases the security interest of record of the Secured Party in the Lease, as granted in the Lease Assignment.

C. T. Harpelle

Carroll

Secretary  
Interstate Commerce Commission  
February 12, 1991  
Page 2

The name and address of the party executing the Release is:

Mercantile-Safe Deposit and Trust Company  
Corporate Trust Department  
2 Hopkins Plaza - Ground Floor  
Baltimore, MD 21203

A short summary of the document to appear in the ICC Index is:

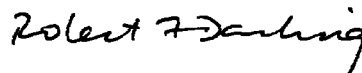
Release of Security Interest in Lease.

The undersigned is an employee of the Beneficiary and has knowledge of the matters described in this transmittal letter.

Enclosed is a check for \$ 15.00 in payment of the filing fee.

Once the filing has been made, please return to the bearer of this letter the three stamped copies of the Release not needed for your files, the letter from the ICC acknowledging the filing, the fee receipt, and the two extra copies of this transmittal letter.

Very truly yours,



Robert F. Darling  
Vice President  
Wells Fargo Leasing Corporation  
111 Sutter Street, 20th Floor  
San Francisco, CA 94163  
(415) 399-7403

RFD:fr  
Encl.

8088-A  
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INTERSTATE COMMERCE COMMISSION

RELEASE OF SECURITY INTEREST IN LEASE

(ICC Recordation Nos. 8088 and 8088-A)

WHEREAS, under a Lease of Railroad Equipment dated as of October 24, 1975 (the "Lease") between The Connecticut National Bank (successor to Hartford National Bank and Trust Company), as Trustee under a Trust Agreement dated as of October 24, 1975 with Wells Fargo Leasing Corporation (successor to Wells Fargo Transport Leasing Corporation) ("Lessor"), and Illinois Central Railroad Company (successor to Chicago and Illinois Western Railroad) ("Lessee"), Lessor leased to Lessee certain locomotives described in Annex A hereto (the "Locomotives");

WHEREAS, under an Assignment of Lease and Agreement dated as of April 15, 1976 (the "Lease Assignment") between Lessor and Mercantile-Safe Deposit and Trust Company, as Agent ("Secured Party"), Lessor assigned to Secured Party, as collateral security for the payment and performance of the obligations of Lessor under the Security Documentation (as defined in the Lease Assignment), all the Lessor's right, title and interest, powers, privileges and other benefits under the Lease;

WHEREAS, all obligations of Lessor due to Secured Party under the Security Documentation have been paid, performed, discharged and satisfied in full;

WHEREAS, the Lease expired on October 24, 1990;

NOW THEREFORE, for good and valuable consideration, and as provided in the Lease Assignment and Security Documentation, Secured Party hereby releases its security interest in the Lease and transfers and reassigns to Lessor all of Secured Party's right, title and interest in and to the Lease, free of all claims, rights, liens, security interests and other encumbrances created by Secured Party or retained by Secured Party under the Lease Assignment or other Security Documentation.

The Lease was recorded with the Interstate Commerce Commission on October 23, 1975 and assigned ICC Recordation No. 8088.

The Lease Assignment was recorded with the Interstate Commerce Commission on April 26, 1976 and assigned ICC Recordation No. 8088-A.

IN WITNESS WHEREOF, Secured Party has executed this Release  
of Security Interest in Lease on the 4 day of FEBRUARY,  
1991.

MERCANTILE-SAFE DEPOSIT AND TRUST  
COMPANY, as Agent

(Corporate Seal)

By

Robert D. Brown

Its

Corporate Trust Officer

ANNEX A

<u>Type</u>	<u>Quantity</u>	<u>Illinois Central Railroad Company Road Numbers</u>
1,600 hp. GP-8 diesel locomotive	11	7701, 7710, 7713, 7714, 7719, 7725, 7737, 7739, 7902, 7907, 7952
1,850 hp. GP-10 diesel-electric locomotive	11	8061, 8092, 8110, 8119, 8135, 8337, 8375, 8377, 8379, 8383, 8387

STATE OF MARYLAND )  
 ) ss.  
COUNTY OF BALTIMORE)  
CITY

On this 4TH day of FEBRUARY, 1991 before me personally appeared Robert D. Brown, to me personally known, who being by me duly sworn, says that he is the Corporate Trust Officer of MERCANTILE - SAFE DEPOSIT AND TRUST COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said trust company, that said instrument was signed and sealed on behalf of said trust company by authority of its Board of Directors, and be acknowledged that the execution of the foregoing instrument was the free act and deed of said trust company.

Michael R. Ruppel  
Notary Public

[Seal]

My commission expires

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12 AND CONSTITUTION ROOM 1027A

WASHINGTON DC 20043

REFERENCE FILE NUMBER 8089 STOP CAR NUMBER SPRING SERA 7097 TO 7099

CHANGED TO SERA 3000 TO 3009 LETTER WILL FOLLOW

PAIPICV DOOLING SMC FINANCE CORP

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INTERSTATE

COMMERCE COMMISSION

RECEIVED

OCT 30 1975

ADMINISTRATIVE SERVICES

MAIL BRANCH